

06-21-2002



COVER SHEET  
FILE

OMB No. 0651-0011 (Rev. 4-99)

6-21-02  
Tab sections

102131126

To the Honorable Commissioner of Patents and Trademarks

attached original documents or copy thereof.

1. Name of conveying party(ies):  
J&P PERFORMANCE, INC.

2. Name and address of receiving party(ies)

Name: J&P CYCLES, INC.

Internal Address: \_\_\_\_\_

Street Address : c/o Motorsport Aftermarket Group, Inc.

24845 Corbit Place

City: Yorba Linda State: CA Zip: 92887

- Individual(s)
- General Partnership
- Corporation-State IA
- Other \_\_\_\_\_

- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

Individual(s) citizenship \_\_\_\_\_

Association \_\_\_\_\_

General Partnership \_\_\_\_\_

Limited Partnership \_\_\_\_\_

Corporation State IA

Other \_\_\_\_\_

If assignee is not domiciled in the United States, a designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

October 31, 2001

Execution Date: \_\_\_\_\_

4. Application number(s) or trademark

A. Trademark Application No.(s)  
- NONE -

B. Trademark Registration  
2,028,995 2,027,275 2,024,131

Additional numbers attached? NO

5. Name and address of party to whom correspondence concerning document should be mailed:

**RETURN TO:**  
**FEDERAL RESEARCH CORP**  
**400 SEVENTH STREET NW**  
**SUITE 101**  
**WASHINGTON DC 20004**

06/24/2002 6TOM11 00000056 2028995

6. Total number of applications and registrations 3

7. Total fee (37 CFR) \$ 90.00

- Enclosed
- Authorized to be charged to deposit

8. Deposit account number: \_\_\_\_\_

(Attach duplicate copy of this page if paying by deposit account)

01 FC:181 40.00 OP  
02 FC:182 50.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true of the original document.

Rebecca L. Foley  
Name of Person

*Rebecca L. Foley*  
Signature

6/18/02

Date

Total number of pages including cover sheet, attachments, and 6

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231

ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
J&P PERFORMANCE, INC.

255582

512860 AMEN10 \$50.00 SFO 2

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to the provisions of Section 1006 of the Iowa Business Corporation Act, Chapter 490, Code of Iowa, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is J&P Performance, Inc.. The effective date of its incorporation was July 30, 2001.

2. The following amendment to the Articles of Incorporation was approved by the sole Director of the corporation and submitted to the sole Shareholder on October 31, 2001, in the manner prescribed by the Iowa Business Corporation Act:

RESOLVED, that the new name of J&P Performance, Inc. shall be J&P Cycles, Inc.

3. The amendment was approved by the sole Shareholder on October 31, 2001. The designation, number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the amendment, and the number of votes of each voting group indisputably represented by written consent, as provided in the Bylaws, is as follows:

DESIGNATION OF GROUP	SHARES OUTSTANDING	VOTES ENTITLED TO BE CAST	VOTES REPRESENTED
Common	500	500	500

4. The total number of undisputed votes cast for the amendment by each voting group was:

VOTING GROUP	VOTES FOR
Common	500

2

The number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

Dated this 31 day of October, 2001.

J&P PERFORMANCE, INC.

By:   
Arnold Ackerman, President

FILED  
IOWA  
SECRETARY OF STATE

11-6-2001  
3:14 PM  
W290056



## TRADEMARK ASSIGNMENT

Whereas J&P Cycles, Inc., formerly known as J. Parham Enterprises, Ltd., an Iowa corporation (the "ASSIGNOR"), is the owner of the entire right, title, and interest in and to the trademarks J&P CYCLES and KEEPING THE WORLD ON 2 WHEELS, together with the goodwill of the business represented and symbolized by the trademarks as well as all registrations and applications filed in connection therewith (collectively, the "Marks").

Whereas J&P Performance, Inc., an Iowa corporation (the "ASSIGNEE"), is desirous of acquiring the entire right, title and interest of the ASSIGNOR in and to the Marks, together with the goodwill of the business represented and symbolized by the Marks.

NOW, THEREFORE, in consideration of good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign and transfer to ASSIGNEE all right, title and interest in and to the Marks, together with the goodwill of the business represented and symbolized by the Marks, all common law rights, and the right to register, renew, protect and defend said Marks and to sue for past infringements of said Marks.

The ASSIGNOR agrees to cooperate with ASSIGNEE in filing documents with the United States Patent & Trademark Office to obtain registration of the Marks and its recording of this Assignment in the United States Patent & Trademark Office. The ASSIGNOR further agrees to cooperate with ASSIGNEE in executing, and assisting ASSIGNEE in recording, such further documents, including additional assignments, as may be required by the law of any foreign country to convey the foregoing rights to ASSIGNEE.

[REMAINDER INTENTIONALLY BLANK]

IN WITNESS WHEREOF, the parties have caused this instrument to be executed by their respective authorized officers effective as of the date first above written.

J&P CYCLES, INC.

J&P PERFORMANCE, INC.

By: 

By: \_\_\_\_\_

Name: John W Parham

Name: \_\_\_\_\_

Title: President

Title: \_\_\_\_\_

IN WITNESS WHEREOF, the parties have caused this instrument to be executed by their respective authorized officers effective as of the date first above written.

J&P CYCLES, INC.

J&P PERFORMANCE, INC.

By: \_\_\_\_\_

By:  \_\_\_\_\_

Name: \_\_\_\_\_

Name: Arnold W. Ackerman

Title: \_\_\_\_\_

Title: President